

1	Did you ever consider at the time of these meetings	Page 269	1	June 14th meeting.	Page 271
2	whether you would accept in some scenario that		2	A. Okay.	
3	resulted from negotiations that there would be an		3	Q. Do you have a recollection of any words you used to	
4	outcome to the restructuring where there would not be		4	communicate to those in attendance that you were open	
5	cuts to accrued vested pension amounts?		5	to consider anything, if that's a fair	
6	A. That depends upon the proposal and the circumstances		6	characterization of your prior testimony? Did you use	
7	of that proposed outcome.		7	words to that effect and if so what were those words?	
8	Q. I think we're maybe misunderstanding each other. I'm		8	A. I don't remember the exact words, but I think we	
9	not asking you what you would have done --		9	expressed the sentiment that this is a proposal and	
10	A. Uh-huh.		10	we're open to discussions.	
11	Q. -- had you gotten a certain proposal or what you would		11	Q. Well, that's a little different. I mean, to be open	
12	have done under some circumstances that did not occur.		12	to discussion. I'm not asking you -- I think you	
13	What I'm asking you is as to what your actual state of		13	testified a few minutes ago that you were open to	
14	mind was at the time of these meetings. In your		14	anything and if I'm mischaracterizing that, correct	
15	actual state of mind --		15	me.	
16	A. Uh-huh.		16	A. Well, no, anything -- and I meant anything meaning	
17	Q. -- did you have -- did you consider and did you think		17	anything in terms of discussions, that's why we styled	
18	about that had there been certain negotiations that		18	this, we never called this a plan, we never called	
19	led down a certain path, did you in your mind consider		19	this a deal, we always called it a proposal because we	
20	that you might accept an outcome of the restructuring		20	were open for discussions, any response, meaning	
21	where there would not be cuts to accrued vested		21	anything, so I think they're the same thing. I'm not	
22	pension amounts?		22	trying to be cute in any fashion, I'm just saying we	
23	A. I was receptive as we said to anything, but that would		23	were open to responses, yes.	
24	depend upon the proposal.		24	Q. Did you ever say to the attendees at the meetings or	
25	Q. Did you say at any of these meetings that you would be		25	communicate to the attendees in writing that the City	
1	receptive to anything?	Page 270	1	would consider an outcome to the restructuring effort	Page 272
2	A. No, I think we did say that, yes.		2	whereby there would be no cuts to accrued vested	
3	Q. So you would have been receptive to an outcome where		3	pension amounts?	
4	there would be no cuts in accrued vested pension		4	A. Did we ever communicate? I'm not sure that anyone on	
5	amounts?		5	my team did. To the best of my knowledge, I don't	
6	A. That depends upon what the proposal was. We were		6	recall doing that.	
7	receptive to hearing anything which we haven't heard,		7	Q. Okay. Did you ever -- you or your team ever	
8	so yes.		8	communicate at the meetings or in writing to the	
9	Q. And is that true today? Are you willing to consider		9	creditors that you would be open to a result of the	
10	an outcome to this restructuring effort where there		10	restructuring effort that would result in something	
11	would be no cuts to accrued vested pension amounts?		11	less than significant cuts in accrued vested pension	
12	A. That depends upon the terms of the proposal. That's		12	amounts?	
13	-- that's -- we'll listen to -- we have said before		13	A. Let me -- this line of questioning, let me respond	
14	and we'll say again, we'll listen to anything, but it		14	this way. I think it's fair to say that we	
15	depends upon the terms.		15	communicated that we were open to discussions and	
16	Q. Okay.		16	suggestions and counterproposals. Depending upon what	
17	A. Your question's a hypothetical so I -- I don't -- it		17	the term of those discussions, suggestions and	
18	depends upon what the terms are.		18	counterproposals or anything were, we were willing to	
19	Q. Okay, well, we have a disagreement with whether my		19	discuss them.	
20	question is a hypothetical, but it is what it is.		20	Q. Let me turn your attention back to page 109 of the --	
21	A. Okay.		21	of Exhibit 9, which is the June 14th proposal for	
22	Q. I can only ask you to answer it to the best of your		22	creditors.	
23	ability.		23	A. Yes.	
24	A. That's the best of my ability.		24	Q. And I believe you were questioned about this earlier	
25	Q. Let me now ask you about what you actually said at the		25	so I'll keep this short, but the fifth bullet point	

KEVYN ORR
CITY OF DETROIT, MICHIGAN

September 16, 2013
277-280

Page 277		Page 279
1	based upon historical calculations and my obligations	1 movement on it.
2	under the statute.	2 Q. So as things now stand, there's no plan to put forward
3	MR. DeCHIARA: I would like to go off the	3 anything else if the creditors and in particular the
4	record just for a minute. I may be done, I just want	4 retirees do not agree to what's set out in the June
5	to consult with co-counsel.	5 14th proposal?
6	MR. SHUMAKER: Sure.	6 A. As it stands right now, we don't have a plan.
7	THE VIDEOGRAPHER: Going off the record at	7 MR. ULLMAN: I have nothing further. Thank
8	5:26 p.m.	8 you, Mr. Orr.
9	(A brief recess was taken.)	9 MR. SHUMAKER: Thank you, counsel.
10	THE VIDEOGRAPHER: We're back on the record	10 THE WITNESS: Thank you.
11	at 5:39 p.m.	11 THE VIDEOGRAPHER: Going off the record at
12	REEXAMINATION	12 5:41 p.m.
13	BY MR. ULLMAN:	13 (Discussion held off the record.)
14	Q. Mr. Orr?	14 THE VIDEOGRAPHER: We're back on the record
15	A. Yes.	15 at 5:43 p.m.
16	Q. Just a few more questions for you.	16 EXAMINATION
17	A. Sure, Mr. Ullman.	17 BY MS. GREEN:
18	Q. You are the -- let me withdraw that.	18 Q. Hi, Mr. Orr. We've met before.
19	The June 14th proposal that we've looked at	19 A. Yes.
20	was put forward by you in your capacity as Emergency	20 Q. My name is Jennifer Green, I represent the two
21	Manager?	21 Retirement Systems for the City of Detroit.
22	A. Yes.	22 A. Yes, Jennifer -- Ms. Green. Good to see you again.
23	Q. Does anyone besides you have authority to change or	23 Q. Thank you. Nice to see you again too.
24	modify the terms of the proposal?	24 I have a question about Exhibit 11. I
25	A. Well, it's my proposal and under statute I have	25 don't know if you have it in front of you or not.
Page 278		Page 280
1	substantial discretion, but ultimately I report to the	1 A. Okay.
2	governor, but as far as this, no one else in the City	2 MR. SHUMAKER: Which one is that?
3	does, no.	3 MS. GREEN: It's the July 18th letter from
4	Q. No one other than you?	4 the governor.
5	A. No one other than me.	5 MR. SHUMAKER: Thank you.
6	Q. Now, in connection with a Chapter 9 proceeding that's	6 A. Okay. It's in here. Here it is, got it. Okay.
7	ongoing, in the event that you are unable to reach a	7 Q. Do you happen to know who within the governor's office
8	consensual resolution, do you intend to withdraw the	8 drafted this letter?
9	bankruptcy filing?	9 A. No, I do not.
10	MR. SHUMAKER: Objection, calls for	10 Q. Do you know if Jones Day had any input in drafting the
11	speculation.	11 July 18th letter?
12	A. Yeah, I don't know what we'll do at that point.	12 A. To the best of my knowledge I don't think they did.
13	Suffice it to say, if we can't reach a consensual	13 Q. Do you know if they had any input or saw a preview of
14	resolution, there are serious questions about the City	14 the letter before it was delivered on the 18th?
15	for a number of reasons.	15 A. To the best of my knowledge they did not. I know I
16	Q. And if the creditors and objectors do not agree to the	16 did not.
17	terms that are set out in the June 14th proposal, do	17 Q. Did you have any specific conversations with the
18	you intend to put forward a plan in the Chapter 9	18 governor about this letter between July 16th and July
19	proceeding that treats pension contributions for	19 18th?
20	retirees differently than the way those contributions	20 MR. SHUMAKER: Without counsel present?
21	are treated in the June 14th proposal?	21 MS. GREEN: With the caveat without counsel
22	MR. SHUMAKER: Same objection.	22 present.
23	A. Yeah, I don't know what we intend to do. Suffice it	23 A. Without counsel present? No.
24	to say, I think the proposal speaks for itself and	24 Q. Did you have any with counsel present?
25	we'll stand by that. We're hoping to get some	25 A. Yes, I believe on the morning of the 18th.



800.211.DEP0 (3376)
EsquireSolutions.com

KEVYN ORR
CITY OF DETROIT, MICHIGAN

September 16, 2013

304

1 State of Michigan)

2 County of Genesee)

3 Certificate of Notary Public

4 I certify that this transcript is a complete, true and
5 correct record of the testimony of the witness held in this
6 case.

7 I also certify that prior to taking this deposition,
8 the witness was duly sworn or affirmed to tell the truth.

9 I further certify that I am not a relative or an
10 employee of or an attorney for a party; and that I am not
11 financially interested, directly or indirectly, in the
12 matter.

13 WITNESS my hand this 19th day of September,
14 2013.

16 
17 Jeanette M. Fallon, CRR/RMR/CLR/CSR-3267

19 Certified Realtime Reporter

20 Registered Merit Reporter

21 Certified LiveNote Reporter

22 Certified Shorthand Reporter

23 Notary Public, Genesee, Michigan

24 Acting in Oakland County, Michigan

25 My Commission Expires: 9-19-18



800.211.DEPO (3376)
EsquireSolutions.com

KEYVN D. ORR Volume II
IN RE CITY OF DETROIT MICHIGAN

October 04, 2013
308-311

	Page 308	Page 310
1	UNITED STATES BANKRUPTCY COURT	1 APPEARANCES:
2	EASTERN DISTRICT OF MICHIGAN	2
3	SOUTHERN DIVISION	3 JONES DAY
4	-----X	4 For the Debtor:
5	IN RE) Chapter 9	5 51 Louisiana Avenue, Northwest
6	CITY OF DETROIT, MICHIGAN,) Case No. 13-53846	6 Washington, D.C. 20001-2113
7	Debtor.) Hon. Steven W. Rhodes	7 202.879.3939
8	-----X	8 BY: GREGORY M. SHUMAKER, ESQUIRE
9		9 gshumaker@jonesday.com
10		10 BY: DAN T. MOSS, ESQUIRE
11	CONTINUED VIDEOTAPED DEPOSITION of	11 dtmoss@jonesday.com
12	KEYVN D. ORR	12
13	Volume II	13 DENTONS US LLP
14	Washington, D.C.	14 For the Retirees Committee:
15	Friday, October 4, 2013	15 1221 Avenue of the Americas
16		16 New York, New York 10020-1089
17		17 212.632.8342
18	Pages: 308 - 496	18 BY: ANTHONY B. ULLMAN, ESQUIRE
19	Reported by: Cindy L. Sebo, RMR, CSR, RPR, CRR,	19 anthony.ullman@dentons.com
20	CCR, CLR, RSA	20
21	Assignment Number: 14008	21
22	File Number: 105824	22
	Page 309	Page 311
1	October 4, 2013	1 APPEARANCES (Continued):
2	11:11 a.m.	2
3		3 LOWENSTEIN SANDLER LLP
4		4 For the AFSCME:
5	Continued Videotaped Deposition of KEYVN D.	5 65 Livingston Avenue
6	ORR held at the law offices of:	6 Roseland, New Jersey 07068
7		7 973.597.2374
8		8 BY: SHARON L. LEVINE, ESQUIRE
9	Jones Day	9 slevine@lowenstein.com
10	51 Louisiana Avenue, Northwest	10
11	Washington, D.C. 20001	11 COHEN, WEISS AND SIMON LLP
12		12 For the United Auto Workers Union:
13		13 330 West 42nd Street
14		14 New York, New York 10036-6979
15		15 212.356.0216
16	Pursuant to notice, before Cindy L. Sebo,	16 BY: PETER D. DECHIARA, ESQUIRE
17	Registered Merit Reporter, Certified Shorthand	17 pdechiara@cwsny.com
18	Reporter, Registered Professional Reporter,	18
19	Certified Real-Time Reporter, Certified Court	19
20	Reporter, Certified LiveNote Reporter, Real-Time	20
21	Systems Administrator, a Notary Public in and for	21
22	the District of Columbia.	22



800.211.DEPO (3376)
EsquireSolutions.com